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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
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EXHIBIT D-5
ASSET DISPOSITIONS (GENERAL)
869.6 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Asset Dispositions (General)

Bill Date: 11/30/06
Bill Number: 1132369

NAME	DATE	HOURS	DESCRIPTION
GIBSON ML	10/02/06	2.10	REVIEW AND COMMENT ON TERM SHEET FOR STEERING AND CORRESPONDENCE RE: SAME (2.1).
GIBSON ML	10/09/06	0.50	CONFERENCE CALL RE: DIVESTITURE PLAN (0.5).
GIBSON ML	10/13/06	0.10	REVIEW AUCTION PRO-CONS LETTER (0.1).
		2.70	
LYONS JK	10/02/06	1.00	REVIEW AND COMMENTS ON PROJECT RHODES TERM SHEET (1.0).
LYONS JK	10/13/06	0.70	REVIEW OF PROJECT RHODES PROCESS LETTER (0.7).
LYONS JK	10/24/06	3.10	PARTICIPATION IN AHG MEETING AND OTHER DIVESTITURE ISSUES (3.1).
LYONS JK	10/25/06	1.10	REVIEW OF BRAKE HOSE AGREEMENT MARK UP AND CONFERENCE WITH M. DENSMORE (1.1).
LYONS JK	10/27/06	1.20	REVIEW OF PEGASUS MATTERS AND OTHER DIVESTITURE FOLLOW UP (1.2).
		7.10	
Total Partner		9.80	
GRANT K	10/03/06	0.30	EMAIL WITH S. CORCORAN AND R. MCDOWELL RE: SETTLEMENT OF DISPUTE WITH COMERICA (0.3).
GRANT K	10/09/06	0.30	EMAIL WITH R. MEISLER RE: POTENTIAL ASHIMORI TRANSACTION (0.3).
GRANT K	10/10/06	1.10	EMAIL WITH R. MCDOWELL AND S. CORCORAN RE: COMERICA EQUIPMENT. (0.3) BEGAN REVIEW OF ASHIMORI CORPORATE DOCUMENTS RE: POTENTIAL TRANSACTION. (0.8).
GRANT K	10/11/06	2.20	CONTINUE REVIEW OF ASHIMORI CORPORATE DOCUMENTS AND PROPOSED TRANSACTION. (2.2).
		3.90	
MEISLER RE	10/04/06	0.30	DRAFT CORRESPONDENCE RE: RESEARCH MEMOS (0.1); REVIEW CORRESPONDENCE RE: PROJECT RHODES (0.2).
MEISLER RE	10/05/06	1.60	CONTINUE REVIEW OF PROJECT RHODES AND PREPARE FOR TELECONFERENCE RE: SAME (0.4); TELECONFERENCE WITH T. DONO, N. BELL AND S. DANIELSON RE: SAME (1.0); DRAFT NOTES TO FILE RE: SAME (0.2).
MEISLER RE	10/06/06	0.30	REVIEW ISSUES CONCERNING DIVESTITURES (0.3).

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MEISLER RE	10/09/06	0.60	PARTICIPATE ON TELECONFERENCE RE: DIVESTITURES (0.6).
MEISLER RE	10/10/06	1.50	REVIEW POSSIBLE TRANSACTION WITH JV (0.3); TELECONFERENCE WITH L. HIESTAND RE: SAME (0.2); TELECONFERENCES WITH R. BERRY RE: SAME (0.1, 0.2); FOLLOW UP ON DILIGENCE WORK RE: SAME (0.3); DRAFT CORRESPONDENCE TO S. CORCORAN RE: SAME (0.2); TELECONFERENCE WITH B. SHAW RE: DIVESTITURE INQUIRY (0.2).
MEISLER RE	10/12/06	0.20	DRAFT CORRESPONDENCE TO R. BERRY RE: JV TRANSACTION (0.2).
MEISLER RE	10/16/06	0.30	CONTINUE ATTENTION TO JV TRANSACTION (0.2); TELECONFERENCE WITH M. FUKUDA RE: DIVESTITURE INQUIRY (0.1).
MEISLER RE	10/18/06	0.20	TELECONFERENCE WITH B. MCILWAN RE: POTENTIAL PURCHASE OF OHIO BUSINESSES (0.2).
MEISLER RE	10/24/06	0.30	CONFERENCE WITH T. DONO RE: PROJECT RHODES (0.3).
		5.30	
REESE RG	10/01/06	0.50	REVIEW DRAFT TERM SHEETS FOR RHODES TRANSACTION (0.5).
REESE RG	10/02/06	0.40	RESPOND TO INQUIRY RE: ASSET SALE STRUCTURING (0.4).
REESE RG	10/09/06	1.50	TELECONFERENCE RE: DIVESTITURE STAFFING AND TIMELINE (0.7); DRAFT SUMMARY RE: SAME (0.8).
		2.40	
Total Associate		11.60	
TOTAL TIME		<u>21.40</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Asset Dispositions (General)

Bill Date: 11/30/06
Bill Number: 1132369

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	10/13/06	Copy Center, D	2.41
In-house Reproduction	10/17/06	Copy Center, D	76.59
		TOTAL IN-HOUSE REPRODUCTION	\$79.00
Wireless - Mo- bile/Cellular/Pager	07/15/06	Meisler RE	14.00
		TOTAL WIRELESS - MOBILE/CELLULAR/PAGER	\$14.00
		TOTAL MATTER	\$93.00

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Delphi Corporation (DIP)
Asset Dispositions (General)

Bill Date: 01/10/07

Bill Number: 1147918

NAME	DATE	HOURS	DESCRIPTION
COCHRAN EL	11/01/06	0.80	TELECONFERENCE WITH S. CORCORAN, K. CRAFT, T. DONO, M. FUKUDA RE: DIVESTITURES (0.8).
COCHRAN EL	11/03/06	1.40	REVIEW GENERAL ISSUES RE: DIVESTITURES, STEERING, CLOSURES (1.4).
		2.20	
GIBSON ML	11/10/06	1.50	REVIEW AND COMMENT ON MARK-UP OF STEERING PURCHASE AGREEMENT AND DISCUSSIONS RE: SAME (1.5).
GIBSON ML	11/20/06	2.60	REVIEW AND COMMENT ON LOCAL TRANSFER AGREEMENT DRAFTS AND REVISED MASTER SALE AGREEMENT AND MULTIPLE DISCUSSIONS RE: SAME (2.6).
		4.10	
LYONS JK	11/01/06	3.30	REVIEW AND MARK UP ON PROJECT RHODES TERM SHEETS AND REVIEW OF PRECEDENT RE: THE SAME (3.3).
LYONS JK	11/02/06	1.50	REVIEW OF RHODES TERM SHEET AND CONFERENCE RE: VALUATION EXPERT (1.1); REVIEW OF BRAKE HOSE ISSUES (0.4).
LYONS JK	11/03/06	1.80	MEETING WITH T. DONO, S. DANIELS RE: PROJECT RHODES, VALUATION/ALLOCATION ISSUES, AND REVIEW AND COMMENTS ON BANKRUPTCY POINTS ON TERM SHEETS (1.8).
LYONS JK	11/09/06	4.10	REVIEW OF PROJECT RHODES MSA AND COMMENTS AND CLOSURES BID (4.1).
LYONS JK	11/10/06	2.90	REVIEW OF MARK UP OF RHODES MSA, COMMENTS AND OTHER RELATED MATTERS (2.9).
LYONS JK	11/20/06	0.60	PARTICIPATION IN DIVESTITURES/CONTRACT ASSUMPTION CALL (0.6).
		14.20	
MARAFIOTI KA	11/02/06	0.20	ANALYZE ISSUES IN CONNECTION WITH MOUNT AND STEERING BUSINESS (0.2).
MARAFIOTI KA	11/03/06	1.50	REVIEW AND REVISE LLC MEMO (1.5).
MARAFIOTI KA	11/08/06	0.50	REVIEW AND REVISE SEC SETTLEMENT MOTION (0.5).
		2.20	
Total Partner		22.70	
RAMLO K	11/03/06	0.30	REVIEW AND COMMENT ON MEMO RE: LLC INTERESTS (0.3).

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RAMLO K	11/06/06	0.20	REVIEW AND COMMENT ON DISPOSITION OF LLC INTEREST (0.2).
RAMLO K	11/13/06	0.20	REVIEW AND COMMENT ON LLC MEMORANDUM (0.2).
RAMLO K	11/17/06	0.50	FURTHER REVISE LLC MEMO (0.5).
RAMLO K	11/20/06	0.30	REVISE LLC MEMO (0.3).
RAMLO K	11/21/06	0.20	REVIEW LLC MEMO (0.2).
		1.70	
Total Counsel		1.70	
CARTER PG	11/01/06	0.80	CONFERENCE CALL AND PROCESS UPDATE ON DIVISION SALES; FOLLOWUP WITH CLIENT AND REVIEW OF MATERIALS (0.8).
CARTER PG	11/09/06	2.10	COORDINATE DISCUSSIONS; BEGIN REVIEW MSPA AND PROVIDED COMPREHENSIVE MARKUP (2.1).
CARTER PG	11/10/06	5.30	CONTINUE WITH COMPREHENSIVE MARKUP, PREPARE ISSUES LIST. DISTRIBUTE; RECEIVE COMMENTS, BEGIN REVISION TO REFLECT ADDITIONAL COMMENTS (5.3).
CARTER PG	11/11/06	5.60	CONTINUE REVISION OF MSPA AND DISTRIBUTION THROUGH WORKING GROUP (5.6).
CARTER PG	11/12/06	2.40	REVISE MSPA TO REFLECT FURTHER COMMENTS FROM RESTRUCTURING GROUP (2.4).
CARTER PG	11/14/06	0.50	WEEKLY UPDATE CALL AND FOLLOWUP (0.5).
CARTER PG	11/15/06	0.70	REVIEW OF MSPA WITH T. DONO (0.7).
CARTER PG	11/16/06	2.60	REVIEW LOCAL TRANSFER AGREEMENTS, REVISE AND DISTRIBUTE (2.6).
CARTER PG	11/17/06	0.50	RESPOND TO ISSUES RE: MSPA, DISCUSS SAME. COORDINATE BR COMMENTS TO LOCAL TRANSFER AGREEMENTS (0.5).
CARTER PG	11/20/06	6.20	REVIEW PROPOSED CHANGES TO LOCAL TRANSFER AGREEMENT, REVISE ACCORDINGLY; DISCUSS CHANGES TO MSPA WITH CLIENT, REVIEW PROPOSED CHANGES TO MSPA AND COMMENT (6.2).
CARTER PG	11/28/06	0.50	WEEKLY UPDATE CALL (0.5).
		27.20	
HOUSTON BM	11/03/06	3.20	CONTINUE REVISING MEMO (3.2).
HOUSTON BM	11/08/06	0.70	CONTINUE REVISING MEMO (0.7).
HOUSTON BM	11/20/06	4.10	CONTINUE REVISING MEMO (2.9); CONTINUE STRATEGIZING RE: LLC ISSUES (1.2).
HOUSTON BM	11/21/06	2.10	CONTINUE REVISING MEMO (2.1).

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10.10

MEISLER RE	11/02/06	0.40	TELECONFERENCE WITH S. CORCORAN RE: COMERICA SETTLEMENT (0.2); TELECONFERENCE WITH K. CRAFT RE: M&A (0.2).
MEISLER RE	11/03/06	2.00	DRAFT CORRESPONDENCE RE: POTENTIAL PURCHASER (0.1); REVIEW AND COMMENT ON TERM SHEETS SUBMITTED RE: PROJECT RHODES (1.9).
MEISLER RE	11/10/06	3.00	REVIEW AND COMMENT ON APA RE: PROJECT RHODES (3.0).
MEISLER RE	11/11/06	2.80	CONTINUE TO REVIEW AND COMMENT ON APA RE: PROJECT RHODES (2.8).
MEISLER RE	11/12/06	1.40	CONTINUE TO REVIEW APA RE: PROJECT RHODES (0.5); CONFERENCE WITH G. CARTER RE: SAME (0.9).
MEISLER RE	11/13/06	0.30	REVIEW REDLINE OF APA RE: PROJECT RHODES (0.3).
MEISLER RE	11/15/06	0.40	BEGIN TO REVIEW CASE LAW ON 1146 RE: PROJECT RHODES (0.4).
MEISLER RE	11/17/06	0.10	REVIEW ANCILLARY DOCUMENTS RE: PROJECT RHODES (0.1).
MEISLER RE	11/18/06	1.80	RESPOND TO M. FUKUDA QUESTIONS RE: PROJECT RHODES APA (0.8); REVIEW LOCAL TRANSFER AGREEMENT (0.5) AND LOCAL STOCK SALE AGREEMENT (0.5).
MEISLER RE	11/20/06	4.80	CONTINUE TO REVIEW ANCILLARY DOCUMENTS RE: PROJECT RHODES (0.4); CONTINUE TO REVIEW AND COMMENT ON REVISED VERSION OF APA RE: PROJECT RHODES (4.2); REVIEW MEMO RE: SALE OF ASSETS (0.2).
MEISLER RE	11/21/06	0.30	CONTINUE TO REVIEW OF MEMO RE: SALE OF ASSETS (0.3).
MEISLER RE	11/22/06	0.40	TELECONFERENCES WITH M. FUKUDA RE: PROJECT RHODES (0.2, 0.1); DRAFT CORRESPONDENCE RE: SAME (0.1).

17.70

REESE RG	11/01/06	0.50	MEETING RE: DIVESTITURE ISSUES (0.5).
REESE RG	11/07/06	0.30	TELECONFERENCE WITH C. BRANSON RE: MOBILEARIA ISSUES (0.3).
REESE RG	11/09/06	5.10	REVIEW AND REVISE DRAFT MPSA RE: PROJECT RHODES (3.9); REVIEW AND RESPOND TO INQUIRIES RE: ICS PROJECT (1.2).
REESE RG	11/10/06	2.10	REVIEW PROJECT RHODES MPSA (0.7); MEETING AND DISCUSSIONS RE: PROVISIONS OF PROJECT RHODES MPSA (1.4).
REESE RG	11/11/06	1.60	REVIEW RHODES MSPA (1.6).

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REESE RG	11/14/06	1.80	REVIEW RESEARCH RE: 1146 (0.8); MEETING WITH K. CRAFT AND OTHERS RE: ASSUMPTION AND ASSIGNMENT ISSUES (1.0).
REESE RG	11/20/06	0.90	MEETING WITH K. CRAFT AND R. EISENBERG RE: ASSIGNMENT OF CONTRACTS (0.9).
12.30			
WHARTON JN	11/02/06	0.70	DRAFT MOTION TO APPROVE PROJECT RHODES ASSET SALE (0.7).
WHARTON JN	11/03/06	1.70	REVIEW PROPOSED TERM SHEETS FOR PROJECT RHODES ASSET SALE (0.3) AND CONTINUE TO DRAFT MOTION TO APPROVE PROJECT RHODES ASSET SALE (1.4).
WHARTON JN	11/06/06	1.30	CONTINUE WORK ON MOTION TO APPROVE PROJECT RHODES ASSET SALE (1.3).
WHARTON JN	11/07/06	0.80	CONTINUE WORK ON PROJECT RHODES ASSET SALE MOTION AND ANCILLARY DOCUMENTS (0.8).
WHARTON JN	11/08/06	1.50	CONTINUE TO WORK ON MOTION AND ANCILLARY DOCUMENTS RE: PROJECT RHODES (1.5).
WHARTON JN	11/09/06	5.10	BEGIN REVIEW OF PROJECT RHODES DRAFT MASTER SALE AGREEMENT (1.3) AND CONTINUE WORK ON PROJECT RHODES MOTION (3.8).
WHARTON JN	11/10/06	6.20	CONTINUE REVIEW AND MARKUP OF PROJECT RHODES MASTER SALE AGREEMENT (1.8) AND WORK ON MOTION TO APPROVE PROJECT RHODES ASSET SALE (4.4).
WHARTON JN	11/11/06	2.80	CONTINUE TO REVIEW DRAFT MASTER SALE & PURCHASE AGREEMENT FOR SALE OF STEERING (1.5) AND PREPARE MOTION AND ANCILLARY DOCUMENTS RE: SALE OF STEERING (1.3).
WHARTON JN	11/12/06	5.60	CONTINUE TO REVIEW STEERING SALE AGREEMENT (2.4) AND PREPARE STEERING SALE MOTION AND ANCILLARY DOCUMENTS (3.2).
WHARTON JN	11/13/06	2.80	CONTINUE WORK ON PROJECT RHODES MOTION AND ANCILLARY DOCUMENTS (2.8).
WHARTON JN	11/14/06	4.10	CONTINUE TO DRAFT PROJECT RHODES SALE MOTION AND ANCILLARY DOCUMENTS (3.3); REVIEW RESEARCH RE: 1146(C) EXEMPTION OF TRANSFER TAXES (0.8).
WHARTON JN	11/15/06	0.50	CONTINUE TO DRAFT MOTION TO APPROVE PROJECT RHODES ASSET SALE (0.5).
WHARTON JN	11/17/06	0.90	REVIEW DRAFT TRANSACTION AGREEMENT FOR PROJECT RHODES (0.9).
WHARTON JN	11/21/06	1.80	CONTINUE TO DRAFT MOTION RE: PROJECT RHODES (1.8).

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WHARTON JN	11/22/06	2.70	CONTINUE TO DRAFT MOTION RE: PROJECT RHODES (2.7).
WHARTON JN	11/27/06	1.80	CONTINUE TO DRAFT MOTION AND ANCILLARY DOCUMENTS RE: PROJECT RHODES (1.8).
WHARTON JN	11/28/06	1.10	CONTINUE TO WORK ON MOTION RE: PROJECT RHODES (1.1).
		41.40	
Total Associate		108.70	
DEMMA J	11/03/06	0.70	PREPARE FILE OF POTENTIAL BUYERS (0.7).
DEMMA J	11/28/06	0.60	PREPARE DOCUMENTS RE: JCI FOR ATTORNEY REVIEW (0.6).
		1.30	
ROSEN R	11/03/06	0.30	REVIEW, COMPARE LETTERS OF INTENT EMAILS AND FORWARD COMMENTS RE: SAME TO REQUESTING TEAM ATTORNEY (0.3).
ROSEN R	11/06/06	0.70	INVESTIGATION, RESEARCH, COMPILE AND FORWARD CLOSING MATERIALS TO REQUESTING TEAM ATTORNEY (0.7).
		1.00	
Total Legal Assistant		2.30	
TOTAL TIME		<u>135.40</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Asset Dispositions (General)

Bill Date: 01/10/07
Bill Number: 1147918

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	11/03/06	Copy Center, D	0.20
In-house Reproduction	11/07/06	Copy Center, D	0.10
In-house Reproduction	11/14/06	Copy Center, D	32.70
TOTAL IN-HOUSE REPRODUCTION			\$33.00
Telephone Expense-ECRS only	11/30/06	Telecommunications, D	3.49
Telephone Expense-ECRS only	11/30/06	Telecommunications, D	4.09
Telephone Expense-ECRS only	11/30/06	Telecommunications, D	0.31
Telephone Expense-ECRS only	11/30/06	Telecommunications, D	0.11
TOTAL TELEPHONE EXPENSE-ECRS ONLY			\$8.00
Westlaw	11/03/06	Powell JE	80.01
Westlaw	11/03/06	Powell JE	1,033.25
Westlaw	11/03/06	Houston BM	7.68
Westlaw	11/04/06	Powell JE	586.99
Westlaw	11/06/06	Houston BM	19.52
Westlaw	11/14/06	Wharton JN	31.55
TOTAL WESTLAW			\$1,759.00
Vendor Hosted Teleconferencing	10/09/06	Teleconferencing Services, LLC	7.78
Vendor Hosted Teleconferencing	10/10/06	Teleconferencing Services, LLC	3.10
Vendor Hosted Teleconferencing	10/10/06	Teleconferencing Services, LLC	0.12
TOTAL VENDOR HOSTED TELECONFERENCING			\$11.00
Out-of-Town Travel	11/08/06	Meisler RE	172.00
TOTAL OUT-OF-TOWN TRAVEL			\$172.00
Messengers/ Courier	11/10/06	Straightline Courier	39.92
Messengers/ Courier	11/17/06	Straightline Courier	39.92

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Messengers/ Courier	11/17/06	Straightline Courier	46.22
Messengers/ Courier	11/17/06	Straightline Courier	39.92
Messengers/ Courier	11/17/06	Straightline Courier	31.52
Messengers/ Courier	11/17/06	Quick Int'l - Ny	327.50
		TOTAL MESSENGERS/ COURIER	\$525.00
Out-of-Town Meals	11/10/06	Meisler RE	15.00
		TOTAL OUT-OF-TOWN MEALS	\$15.00
		TOTAL MATTER	\$2,523.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Asset Dispositions (General)

Bill Date: 01/31/07

Bill Number: 1147919

NAME	DATE	HOURS	DESCRIPTION
GIBSON ML	12/11/06	0.20	MULTIPLE TELECONFERENCES/CORRESPONDENCE WITH INTERNAL TEAM (0.2).
GIBSON ML	12/13/06	0.40	REVIEW AND COMMENT ON CHART (0.4).
GIBSON ML	12/15/06	1.10	REVIEW AND COMMENT ON DRAFT CLOSING AGREEMENT (1.1).
GIBSON ML	12/19/06	0.20	MULTIPLE TELECONFERENCES/CORRESPONDENCE REGARDING PROCESS AND STRATEGY (0.2).
GIBSON ML	12/26/06	0.20	TELECONFERENCE/CORRESPONDENCE REGARDING DIVESTITURE ISSUES (0.2).
		2.10	
LYONS JK	12/07/06	2.10	REVIEW OF DIVESTITURE MSAS AND TERM SHEETS (2.1).
LYONS JK	12/08/06	2.10	ADDITIONAL REVIEW OF MSAS AND TERM SHEET (2.1).
LYONS JK	12/11/06	3.30	REVIEW OF CLOSURES MSA AND TERM SHEETS AND COMPARISON TO PROJECT RHODES (3.3).
LYONS JK	12/13/06	2.10	ADDITIONAL REVIEW AND FOLLOW UP REGARDING BRAKE HOSE TRANSACTION AND OTHER DIVESTITURE ISSUES (2.1).
LYONS JK	12/15/06	1.30	REVIEW OF DIVESTITURE TERM SHEET (1.3).
LYONS JK	12/18/06	2.10	CONFERENCE WITH M. FAKUDA AND K. CRAFT REGARDING ICS TRANSACTION INCLUDING DEPOSIT, BREAK UP FEE, AND OTHER ISSUES AND DRAFTED LANGUAGE REGARDING INDEMNIFICATION/BAR DATE (2.1).
LYONS JK	12/19/06	1.10	TELECONFERENCE WITH ICS REGARDING TERM SHEET AND LANGUAGE REGARDING THE SAME (1.1).
LYONS JK	12/21/06	2.10	ADDITIONAL FOLLOW UP REGARDING BRAKE HOSE DIVESTITURE AND ASSIGNMENT ISSUES AND REVIEW OF TERM SHEET (2.1).
		16.20	
Total Partner		18.30	
CARTER PG	12/05/06	0.30	WEEKLY UPDATE CALL (0.3).
CARTER PG	12/06/06	1.00	REVIEW AND DISCUSS LOCAL TRANSFER AGREEMENTS WITH T. DONO (1.0).
CARTER PG	12/07/06	0.80	REVIEW TSA, REVISE AND DISTRIBUTE (0.8).
CARTER PG	12/08/06	0.70	BEGIN REVIEW OF MARKUP FOR BIDDER 1; IN BRIEF WITH ASSISTANCE (0.7).

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CARTER PG	12/10/06	2.50	REVIEW PLATINUM MARKUP (2.5).
CARTER PG	12/11/06	2.30	REVIEW PE BID MARKUP AND DRAFT PRELIMINARY ANALYSIS CHART (2.3).
CARTER PG	12/12/06	3.50	CONTINUE WORK ON PE MARKUP; BEGIN WORK ON C MARKUP (3.5).
CARTER PG	12/13/06	6.40	REVISE SUMMARY CHART COMPARING BIDS, DISTRIBUTE (6.4).
CARTER PG	12/14/06	0.90	REVISE MSPA CHART TO REFLECT DISCUSSIONS (0.9).
CARTER PG	12/18/06	0.50	REVIEW COMMENTS TO LOCAL TRANSFER AGENT AGREEMENTS (0.5).
CARTER PG	12/20/06	1.00	DISCUSS STRATEGY WITH T. DONO AND BEGIN MARKUP OF MSPA (1.0).
CARTER PG	12/21/06	14.50	REVISE MSPA, RESPOND TO COMPREHENSIVE COMMENTS FROM SPECIALISTS, TURN TWO DOCUMENTS; REVIEW AND DISCUSS PROCESS LETTER (14.5).
CARTER PG	12/22/06	8.30	CONTINUE WORK ON REVISED MSPA; RESPOND TO ADDITIONAL COMMENTS, TELECONFERENCE REGARDING ENVIRONMENTAL LIABILITY, DISCUSSIONS WITH CLIENT; SUPPLEMENTAL REVISION AND DISTRIBUTION (8.3).
		42.70	
FERN BM	12/04/06	1.30	FORMULATE STRATEGY REGARDING STAFFING ON ASSET SALES (0.7); REVIEW BIDDING PROCEDURES PREVIOUSLY APPROVED BY COURT (0.6).
FERN BM	12/05/06	0.40	FORMULATE STRATEGY REGARDING ASSET SALE PROCESS (0.4).
FERN BM	12/07/06	5.30	REVIEW AND COMMENT ON TERMS OF PROJECT RHODES TRANSITION SERVICES AGREEMENT (3.4); FORMULATE STRATEGY REGARDING PROJECT RHODES (0.5); REVIEWED PROJECT RHODES MSA (1.4).
FERN BM	12/08/06	10.50	ADDITIONAL REVIEW OF PROJECT RHODES MSA (3.6); FORMULATE STRATEGY REGARDING PROPOSED CHANGES (1.3); REVIEW MATERIALS REGARDING KEY TERMS TO ASSET SALES (0.9); DRAFT BANKRUPTCY-RELATED COMPARISON CHART REGARDING PROPOSED CHANGES TO PROJECT RHODES MSA (4.7).
FERN BM	12/11/06	2.30	REVISE PROJECT RHODES COMPARISON CHART (1.1); REVIEW ALTERNATIVE BID REGARDING PROJECT RHODES (1.2).
FERN BM	12/12/06	6.70	BEGIN DRAFTING CHART REGARDING ALTERNATIVE BID TO PROJECT RHODES (4.5); COMPLETE DRAFT OF PROJECT RHODES COMPARISON CHART (2.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FERN BM	12/13/06	3.20	REVIEW AND REVISE PROJECT RHODES COMPARISON CHART (2.2); REVIEW AND COMMENT ON CHART REGARDING PROJECT RHODES TERMINATION RIGHTS (1.0).
FERN BM	12/14/06	1.60	REVIEW PROJECT RHODES TRANSFER ASSET AGREEMENT (0.6); REVIEW PROJECT RHODES TRANSFER STOCK AGREEMENT (0.5); RESEARCH REGARDING TRANSFER TAXES (0.5).
FERN BM	12/15/06	3.10	REVIEW AND ANALYZE VARIOUS AGREEMENTS REGARDING PROJECT RHODES (3.1).
FERN BM	12/20/06	4.20	REVIEW DOCUMENTS REGARDING PROPOSED TERMS TO PROJECT RHODES AGREEMENT (0.7); REVIEW DANA CORP. PLEADINGS REGARDING ASSET SALES (3.5).
FERN BM	12/22/06	3.90	REVIEW REVISED MSPA FOR PROJECT RHODES (2.6); REVIEW ADDITIONAL PLEADINGS REGARDING DANA CORP ASSET SALES (1.3).
FERN BM	12/26/06	3.10	REVIEW LATEST VERSION OF PROJECT RHODES MSA (3.1).
FERN BM	12/27/06	5.00	REVIEW PROJECT RHODES PROCESS LETTER (0.2); ATTENTION TO DOCUMENTS REGARDING STATUS OF PROJECT RHODES (0.7); FORMULATE STRATEGY REGARDING SAME (0.5); REVIEW PRECEDENT OF ASSET SALE PLEADINGS (3.6).
FERN BM	12/28/06	4.50	BEGAN DRAFTING MOTION REGARDING PROJECT RHODES SALE (4.5).
		55.10	
HOWE EJ	12/06/06	5.50	RESEARCH DIVESTITURES IN LARGE BANKRUPTCIES IN THE SOUTHERN DISTRICT OF NEW YORK (5.5).
HOWE EJ	12/07/06	8.10	REVIEW DIVESTITURES PRECEDENT AND BEGIN PREPARATION OF SUMMARY OF SAME (8.1).
HOWE EJ	12/08/06	7.20	CONTINUE REVIEW OF DIVESTITURES PRECEDENT AND SUMMARY OF SAME (7.2).
HOWE EJ	12/12/06	5.30	FINALIZE DRAFT OF SUMMARY OF DIVESTITURES (5.3).
HOWE EJ	12/15/06	1.50	FINALIZE SUMMARY OF DIVESTITURES IN THE SOUTHERN DISTRICT OF NEW YORK (1.5).
HOWE EJ	12/19/06	8.00	DRAFT SALE ORDER REGARDING BRAKEHOSE (6.3); REVIEW AND REVISE MOTION TO APPROVE BIDDING PROCEDURES AND SALE REGARDING SAME (1.7).
HOWE EJ	12/20/06	5.40	REVIEW AND REVISE SALE ORDER REGARDING BRAKEHOSE (5.4).
HOWE EJ	12/21/06	1.40	REVIEW AND REVISE SALE ORDER REGARDING BRAKEHOSE (1.4).

42.40

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	12/04/06	0.10	TELECONFERENCE WITH K. CRAFT REGARDING STATUS OF DIVESTITURES (0.1).
MEISLER RE	12/05/06	0.70	CONFERENCE WITH J. LYONS REGARDING DIVESTITURES (0.1); REVIEW UPDATED DRAFT APA REGARDING PROJECT RHODES (0.6).
MEISLER RE	12/06/06	0.20	REVIEW LOCAL AGREEMENTS REGARDING PROJECT RHODES (0.2).
MEISLER RE	12/07/06	0.80	REVIEW TSA REGARDING PROJECT RHODES (0.5); REVIEW PLATINUM BID REGARDING SAME (0.3).
MEISLER RE	12/08/06	0.70	REVIEW SALE OF DE MINIMIS ASSETS (0.2); REVIEW STATUS OF DIVESTITURES (0.5).
MEISLER RE	12/13/06	0.20	REVIEW CORRESPONDENCE REGARDING DIVESTITURES (0.2).
MEISLER RE	12/18/06	0.90	REVIEW AND ANALYZE COMPETING BIDS REGARDING DIVESTITURES (0.9).
MEISLER RE	12/19/06	0.70	REVIEW APPROPRIATE PRECEDENT IN ANTICIPATION OF BRAKE HOSE SALE (0.3); TELECONFERENCE WITH M. FUKUDA REGARDING PROVISIONS OF APA (0.4).
MEISLER RE	12/20/06	4.90	REVIEW AND EDIT ASSET PURCHASE AGREEMENT REGARDING BRAKE HOSE (4.5); REVIEW STATUS REGARDING MOTION (0.3); REVIEW CORRESPONDENCE REGARDING SAME (0.1).
MEISLER RE	12/21/06	1.00	REVIEW CORRESPONDENCE REGARDING POTENTIAL BRAKE HOSE TRANSACTION (0.2); REVIEW POS REGARDING SAME (0.2); REVIEW AND CONSIDER INDEMNIFICATION REQUESTS BY POTENTIAL BIDDERS REGARDING PROJECT RHODES (0.2); REVIEW AND ANALYZE ASSUMPTION AND ASSIGNMENT SECTION OF PROJECT RHODES APA (0.3) AND DRAFT CORRESPONDENCE REGARDING SAME (0.1).
MEISLER RE	12/22/06	0.50	CONTINUE ANALYSIS OF INDEMNIFICATION PROVISIONS IN APAS (0.5).
MEISLER RE	12/26/06	0.30	REVIEW CORRESPONDENCE REGARDING PROJECT RHODES (0.3).
MEISLER RE	12/27/06	0.40	REVIEW CORRESPONDENCE REGARDING PROJECT RHODES (0.2); REVIEW STATUS OF APA REGARDING SAME (0.2).
		11.40	
PLATT SJ	12/19/06	3.80	BEGIN DRAFTING BIDDING PROCEDURES ORDER AND ANCILLARY DOCUMENTS FOR SALE OF BRAKE HOSE BUSINESS (3.8).
PLATT SJ	12/20/06	5.80	CONTINUE DRAFTING AND EDITING DOCUMENTS FOR BRAKE HOSE SALE (5.8).
PLATT SJ	12/21/06	0.30	EDIT BIDDING PROCEDURES FOR BRAKE HOSE SALE (0.3).

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9.90

REESE RG	12/04/06	0.70	RESPOND TO INQUIRIES REGARDING CURE OF MOBILEARIA CONTRACTS (0.4); TELECONFERENCE REGARDING SAME (0.3).
REESE RG	12/05/06	0.30	RESPOND TO INQUIRY OF INTERESTED PARTY REGARDING PROJECT POLO (0.3).
REESE RG	12/06/06	1.30	REVIEW AND CIRCULATION OF DOCUMENTS REGARDING RECENT ASSET SALES (1.0); DISCUSSION OF DIVESTITURE RESEARCH PROJECT (0.3).
REESE RG	12/08/06	0.40	RESEARCH AND RESPOND TO INQUIRY REGARDING ASSUMED CONTRACTS AND CURE (0.4).
REESE RG	12/14/06	1.10	TELECONFERENCE REGARDING CURE DETERMINATION (1.1).
REESE RG	12/15/06	0.30	REVIEW TERM SHEET REGARDING POTENTIAL ICS TRANSACTION (0.3).
REESE RG	12/17/06	1.40	REVIEW DRAFT ASSET SALE AGREEMENT AND REVISE TERM SHEETS (1.4).
REESE RG	12/18/06	2.00	TELECONFERENCE REGARDING VARIOUS M&A ISSUES (1.1); TELECONFERENCE REGARDING CURE OF ASSUMED AND ASSIGNED CONTRACTS (0.9).
REESE RG	12/19/06	2.10	REVIEW OF DOCUMENTS REGARDING PROJECT POLO (2.1).
REESE RG	12/20/06	5.30	REVIEW AND REVISE DRAFT PLEADINGS REGARDING PROJECT POLO (5.3).
REESE RG	12/21/06	2.20	REVIEW AND REVISE DRAFT PLEADINGS REGARDING PROJECT POLO (1.4); REVIEW PRECEDENT REGARDING SAME (0.8).

17.10

WHARTON JN	12/04/06	1.40	BEGIN TO PREPARE MOTION FOR APPROVAL OF POTENTIAL BRAKE HOSE SALE (1.4).
WHARTON JN	12/05/06	4.40	FORMULATE STRATEGY REGARDING ASSET SALES (0.4); CONTINUE TO DRAFT BRAKE HOSE SALE MOTION AND ANCILLARY DOCUMENTS (4.0).
WHARTON JN	12/06/06	1.20	REVIEW AND ANALYZE ASSET SALE PLEADINGS IN DANA CHAPTER 11 CASE REGARDING SALE OF ENGINE BUSINESS (0.4); CONTINUE TO WORK ON FORM ASSET SALE MOTION AND ANCILLARY DOCUMENTS (0.8).
WHARTON JN	12/07/06	2.40	CONTINUE TO WORK ON MOTION AND ANCILLARY DOCUMENTS REGARDING PROJECT RHODES ASSET SALE (2.4).

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WHARTON JN	12/08/06	4.30	BEGIN TO ANALYZE DRAFT ASSET SALE AGREEMENT FOR SALE OF ASSETS AT LAUREL, MISS. FACILITY (0.6) AND WORK ON NOTICE REGARDING SAME UNDER DE MINIMIS ASSET SALE ORDER (0.7); TELECONFERENCE WITH A. VANDENBERGH OF DELPHI REGARDING SAME (0.1); CONTINUE WORK ON MOTION FOR PROJECT RHODES ASSET SALE (1.1); REVIEW MARKUP OF PROJECT RHODES MASTER SALE AND PURCHASE AGREEMENT BY POTENTIAL STALKING HORSE (1.8).
WHARTON JN	12/11/06	1.40	CONTINUE TO ANALYZE ASSET SALE AGREEMENT FOR LAUREL, MISS. ASSET SALE (0.3) AND REVISE NOTICE REGARDING SAME UNDER DE MINIMIS ASSET SALE ORDER (0.5); TELECONFERENCE WITH A. VANDENBERGH REGARDING SAME (0.2); RESEARCH REGARDING SECTION 1146(C) EXEMPTION (0.4).
WHARTON JN	12/12/06	2.00	CONTINUE TO ANALYZE ASSET SALE AGREEMENT REGARDING LAUREL, MISS. EQUIPMENT SALE (0.7) AND DRAFT NOTICE REGARDING SAME (1.1); TELECONFERENCE WITH A. VANDENBERGH OF DELPHI REGARDING SAME (0.2).
WHARTON JN	12/13/06	1.20	CONTINUE WORK ON MOTION AND ANCILLARY DOCUMENTS REGARDING PROJECT RHODES ASSET SALE (1.2).
WHARTON JN	12/19/06	9.30	TELECONFERENCE WITH S. DANIELS AND M. FUKUDA OF DELPHI REGARDING PROPOSED SALE OF BRAKE HOSE PRODUCT LINE (0.9); WORK ON MOTION AND ORDERS REGARDING SALE OF BRAKE HOSE BUSINESS (8.4).
WHARTON JN	12/20/06	6.10	CONTINUE WORK ON MOTION, SALE ORDER, BIDDING PROCEDURES ORDER, AND ANCILLARY DOCUMENTS REGARDING SALE OF BRAKE HOSE PRODUCT LINE (4.6) AND REVIEW DRAFT ASSET PURCHASE AGREEMENT REGARDING SAME (1.5).
WHARTON JN	12/21/06	1.90	CONTINUE WORK ON BRAKE HOSE SALE MOTION, ORDERS AND ANCILLARY DOCUMENTS (1.9).
WHARTON JN	12/22/06	2.80	CONTINUE WORK ON MOTION AND ORDERS REGARDING SALE OF BRAKE HOSE BUSINESS (2.8).
WHARTON JN	12/26/06	4.20	CONTINUE TO DRAFT BRAKE HOSE SALE MOTION AND ORDER (2.7) AND REVIEW DRAFT ASSET PURCHASE AGREEMENT (1.5).
WHARTON JN	12/27/06	4.70	TELECONFERENCE WITH S. CORCORAN OF DELPHI AND R. MEISLER REGARDING PWC RETENTION (0.2); CONTINUE TO REVISE PWC RETENTION APPLICATION (1.6); CONTINUE TO WORK ON BRAKE HOSE SALE MOTION (2.9).
WHARTON JN	12/28/06	2.20	CONTINUE TO DRAFT BRAKE HOSE ASSET SALE MOTION (2.2).

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WHARTON JN	12/29/06	2.80	CONTINUE TO WORK ON MOTION AND ANCILLARY DOCUMENTS REGARDING BRAKE HOSE ASSET SALE (2.8).
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52.30

Total Associate 230.90

DZHIGARDZHYAN EO	12/08/06	8.60	DRAFT A CHART SUMMARIZING THE CONDITIONS OF THE MASTER SALE AND PURCHASE AGREEMENT (8.6).
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~~8.60~~

~~**Total Foreign Associate** 8.60~~

TOTAL TIME 257.80

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Asset Dispositions (General)

Bill Date: 01/31/07
Bill Number: 1147919

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	12/01/06	Copy Center, D	1.40
In-house Reproduction	12/08/06	Copy Center, D	1.40
In-house Reproduction	12/08/06	Copy Center, D	140.41
In-house Reproduction	12/12/06	Copy Center, D	30.33
In-house Reproduction	12/15/06	Copy Center, D	0.20
In-house Reproduction	12/15/06	Copy Center, D	10.41
In-house Reproduction	12/22/06	Copy Center, D	100.69
In-house Reproduction	12/26/06	Copy Center, D	70.36
In-house Reproduction	12/29/06	Copy Center, D	115.80
TOTAL IN-HOUSE REPRODUCTION			\$471.00
Telephone Expense-ECRS only	12/29/06	Telecommunications, D	6.52
Telephone Expense-ECRS only	12/29/06	Telecommunications, D	7.82
Telephone Expense-ECRS only	12/29/06	Telecommunications, D	0.89
Telephone Expense-ECRS only	12/29/06	Telecommunications, D	0.40
Telephone Expense-ECRS only	12/29/06	Telecommunications, D	0.37
TOTAL TELEPHONE EXPENSE-ECRS ONLY			\$16.00
Vendor Hosted Teleconferencing	12/12/06	Teleconferencing Services, LLC	7.27
Vendor Hosted Teleconferencing	12/12/06	Teleconferencing Services, LLC	11.48
Vendor Hosted Teleconferencing	12/15/06	Teleconferencing Services, LLC	23.86
Vendor Hosted Teleconferencing	12/22/06	Teleconferencing Services, LLC	14.00
Vendor Hosted Teleconferencing	12/27/06	Teleconferencing Services, LLC	4.87
Vendor Hosted Teleconferencing	12/28/06	Teleconferencing Services, LLC	5.53
Vendor Hosted Teleconferencing	12/28/06	Teleconferencing Services, LLC	10.82
Vendor Hosted Teleconferencing	12/28/06	Teleconferencing Services, LLC	8.17

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
		TOTAL VENDOR HOSTED TELECONFERENCING	\$86.00
Messengers/ Courier	12/22/06	Straightline Courier	32.00
		TOTAL MESSENGERS/ COURIER	\$32.00
		TOTAL MATTER	\$605.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Asset Dispositions (General)

Bill Date: 02/28/07

Bill Number: 1148705

NAME	DATE	HOURS	DESCRIPTION
GIBSON ML	01/05/07	1.20	REVIEW BIDDER QUESTIONS (0.3); TELECONFERENCE WITH CLIENT (0.7); PARTICIPATE IN PART OF TELECONFERENCE WITH BIDDER AND FOLLOW UP WITH ASSOCIATE (0.2).
GIBSON ML	01/09/07	1.60	REVIEW PROPOSAL LETTERS AND SUMMARY AND COMMENT ON SUMMARY (0.9); MULTIPLE CALLS/CORRESPONDENCE WITH INTERNAL TEAM (0.3); REVIEW OTHER PROPOSAL MATERIALS (0.4).
GIBSON ML	01/10/07	8.30	REVIEW 2 BIDS AND REVIEW AND COMMENT ON MULTIPLE DRAFTS ON CHART SUMMARIZING ISSUES AND DISCUSSIONS WITH ASSOCIATES REGARDING SAME (7.4); REVIEW AND COMMENT ON EXECUTIVE SUMMARY REGARDING SAME (0.4); MULTIPLE DISCUSSIONS REGARDING STRATEGY (0.5).
GIBSON ML	01/12/07	0.20	EVALUATE LATEST BIDDER, CALL AND STRATEGY (0.2).
GIBSON ML	01/14/07	2.30	REVIEW REVISED BID PACKAGE FROM BIDDER (1.4); REVIEW AND COMMENT ON SUMMARY OF PURCHASE AGREEMENT CHANGES (0.9).
GIBSON ML	01/15/07	2.60	STRATEGY DISCUSSION (0.6); TELECONFERENCE WITH CLIENT AND INTERNAL TEAM (1.7); FOLLOW UP WITH INTERNAL TEAM (0.1); REVIEW REVISED SUMMARY OF BIDS (0.2).
GIBSON ML	01/17/07	0.30	REVIEW AND COMMENT ON EXCLUSIVITY PROVISION (0.3).
GIBSON ML	01/21/07	1.10	TELECONFERENCE WITH WORKING GROUP (0.2); REVIEW AND COMMENT ON LATEST DRAFT OF PURCHASE AGREEMENT (0.9).
GIBSON ML	01/23/07	0.70	REVIEW ISSUES LIST AND CORRESPONDENCE REGARDING RELATED BENEFIT MATTERS (0.7).
GIBSON ML	01/25/07	0.90	REVIEW AND COMMENT ON DRAFT OF PURCHASE AGREEMENT; CORRESPONDENCE (0.9).
GIBSON ML	01/30/07	1.20	DISCUSSION OF UPDATE AND TRANSACTION ISSUES WITH INTERNAL TEAM (0.7); REVIEW AND COMMENT ON TALKING POINTS AND PRESS RELEASE AND RELATED CORRESPONDENCE (0.5).

20.40

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

LYONS JK	01/05/07	3.10	REVIEW OF VARIOUS SALE AND TIMELINE ISSUES, NOTICES, BIDDING PROCEDURES ISSUES AND REVIEW OF PRECEDENT (3.1).
LYONS JK	01/09/07	4.20	REVIEW AND COMMENTS TO STEERING MSA BIDS, PROPOSED REVISIONS TO BANKRUPTCY SECTIONS AND CONFERENCE WITH CLIENT (4.2).
LYONS JK	01/10/07	3.40	REVIEW OF STEERING BIDS AND ANALYSIS AND DEVELOPED STRATEGY REGARDING BANKRUPTCY ASPECTS OF DEAL (3.4).
LYONS JK	01/12/07	1.10	TELECONFERENCE REGARDING STEERING DIVESTITURE (1.1).
LYONS JK	01/13/07	2.20	STEERING NEGOTIATIONS AND CONFERENCE WITH COUNSEL, REVIEW OF MSA AND POSTCALL STRATEGY (2.2).
LYONS JK	01/14/07	3.10	REVIEW OF STEERING PROPOSALS, CONFERENCE WITH CLIENT AND DEVELOPED STRATEGIES (3.1).
LYONS JK	01/15/07	6.40	REVIEW OF VARIOUS SALE ISSUES, TIMING, EMERGENCE ISSUES, REVIEW OF PRECEDENT AND OTHER FOLLOW UP (3.2) AND REVIEW OF STEERING MSA, BIDDER PROPOSALS/MARK UPS, AND BRAKE HOSE PLEADINGS (3.2).
LYONS JK	01/16/07	4.20	REVIEW OF BRAKE HOSE PLEADINGS, TIMELINES AND BIDDING PROCEDURES AND COMMENTS (1.3) AND DEVELOPED STRATEGIES REGARDING THE SAME (1.1) AND REVIEW AND CONFERENCES FOR STEERING MATTERS (1.8).
LYONS JK	01/17/07	3.90	CONFERENCES REGARDING STEERING DIVESTITURE, REVIEW OF MSA AND EXCLUSIVITY, AND DEVELOPED STRATEGIES REGARDING THE SAME AND OTHER DIVESTITURES (3.9).
LYONS JK	01/18/07	4.50	REVIEW OF STEERING MSA, TELECONFERENCE WITH COUNSEL, REVISIONS AND DISCUSSED STRATEGIES WITH CLIENT (4.5).
LYONS JK	01/19/07	6.40	REVIEW AND RESEARCH REGARDING SALE PROCESS, TIMELINE, SHORTENING DEADLINES AND ANALYSIS REGARDING THE SAME (3.0), CONFERENCE WITH COUNSEL REGARDING BRAKE HOSE PLEADINGS AND ISSUES (2.2) AND STEERING FOLLOW UP (1.2).
LYONS JK	01/20/07	0.90	REVIEW AND COMMENTS TO STEERING MSA (0.9).
LYONS JK	01/21/07	1.10	REVIEW OF VARIOUS STEERING ISSUES (1.1).
LYONS JK	01/23/07	2.70	CONFERENCE WITH T. DONO REGARDING STEERING ISSUES AND STRATEGIES, BRAKE HOSE ISSUES AND OTHER DIVESTITURE ISSUES (2.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

LYONS JK	01/24/07	2.10	REVIEW OF BRAKE HOSE AND STEERING DIVESTITURE ISSUES AND MEETING WITH PLATINUM (2.1).
LYONS JK	01/25/07	3.90	REVIEW OF BRAKE HOSE PLEADINGS, SALE ISSUES, PRESS RELEASE AND OTHER RELATED MATTERS AND STEERING DISCUSSIONS (3.9).
LYONS JK	01/26/07	4.30	REVIEW OF BRAKE HOSE SALE DOCUMENTS AND REVISIONS THERETO AND OTHER BRAKE HOSE TRANSACTION FOLLOW UP (4.3).
		57.50	
MARAFIOTI KA	01/03/07	0.20	CONSIDER ISSUES REGARDING BRAKE HOSE SALE (0.2).
MARAFIOTI KA	01/17/07	0.10	CORRESPONDENCE EXCHANGE REGARDING ASSET SALE PROCEDURES (0.1).
MARAFIOTI KA	01/19/07	0.10	CONSIDER ISSUES REGARDING BRAKE HOSE SALE (0.1).
MARAFIOTI KA	01/25/07	1.50	REVIEW AND REVISE MOTION FOR BIDDING PROCEDURES IN CONNECTION WITH SALE OF BRAKE HOSE BUSINESS (1.5).
MARAFIOTI KA	01/26/07	6.60	REVIEW AND REVISE MOTION TO SELL BRAKE HOSE BUSINESS (2.9); PROCEDURES ORDER (0.8), SALE ORDER (1.2), NOTICE OF CURE (0.4), NOTICE OF ASSUMPTION AND ASSIGNMENT (0.3), SECOND NOTICE OF ASSUMPTION AND ASSIGNMENT (0.2), AND BIDDING PROCEDURES (0.8).
MARAFIOTI KA	01/27/07	0.10	CORRESPONDENCE EXCHANGE REGARDING BRAKE HOSE SALE & FOLLOWUP (0.1).
MARAFIOTI KA	01/30/07	0.40	REVIEW AND REVISE LAUREL, MISSISSIPPI NOTICE OF DE MINIMIS ASSET SALE (0.3) AND RELATED CORRESPONDENCE (0.1).
MARAFIOTI KA	01/31/07	0.30	CORRESPONDENCE EXCHANGE REGARDING BRAKE HOSE SALE (0.3).
		9.30	
Total Partner		87.20	

MATZ TJ	01/23/07	0.20	CORRESPONDENCE WITH D. BARTNER REGARDING DELPHI MEDICAL INQUIRY (0.1); CORRESPONDENCE WITH S. CORCORAN REGARDING SAME (0.1).
MATZ TJ	01/25/07	0.40	CORRESPONDENCE FROM L. PETERSON REGARDING USW AND BRAKE HOSE SALE (0.1); TELECONFERENCE WITH B. SAX REGARDING SAME (0.3).
MATZ TJ	01/27/07	0.50	CORRESPONDENCE WITH L. PETERSON REGARDING BRAKE HOUSE SALE (0.2); REVIEW DOCUMENTS REGARDING SAME (0.3).
		1.10	
Total Counsel		1.10	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

CARTER PG	01/04/07	3.70	CONTINUE WORK ON LOCAL TRANSFER AGREEMENTS, REVISE TO REFLECT INPUT AND DISTRIBUTE (3.7).
CARTER PG	01/05/07	5.80	REVIEW K&E QUESTIONS, DISCUSS WITH CLIENT; TELECONFERENCE TO DISCUSS WITH K&E; UPDATE CALLS, DISCUSSIONS REGARDING IP/IT (5.8).
CARTER PG	01/07/07	0.50	CONTINUE WORK ON PREPARING FOR BID LETTERS TO BE RECEIVED; TELECONFERENCE WITH LABOR AND OTHER PERSONNEL TO DISCUSS (0.5).
CARTER PG	01/09/07	1.90	PREPARE BID LETTER SUMMARY (1.9).
CARTER PG	01/10/07	6.80	REVIEW REVISED BIDS, PREPARE FOR MEETINGS IN TROY; DISCUSS VARIOUS ISSUES INTERNALLY REGARDING STRATEGY (6.8).
CARTER PG	01/11/07	9.60	CONTINUE REVIEW OF DOCUMENTS; PROJECT RHODES STRATEGY AND NEGOTIATION SESSION (9.6).
CARTER PG	01/12/07	1.90	UPDATE TELECONFERENCES, REVIEW OF REVISED AGREEMENT. DISCUSSIONS WITH CLIENT (1.9).
CARTER PG	01/14/07	7.10	COMPREHENSIVE REVIEW OF CHANGED MSPA PROPOSED BY BIDDER, PREPARATION OF ANALYSIS CHARTS AND DISTRIBUTION. DISCUSSIONS WITH CLIENT ON SAME (7.1).
CARTER PG	01/15/07	4.70	CONTINUE WORK ON BID ANALYSIS, DISCUSSIONS WITH CLIENT AND INTERNALLY REGARDING STRATEGY (4.7).
CARTER PG	01/16/07	0.80	CONTINUE WORK WITH CLIENT DEVELOPING NEGOTIATION STRATEGY (0.8).
CARTER PG	01/17/07	1.00	PREPARE FOR NEW ROUND OF BIDDER COMMENTS, CLIENT DISCUSSIONS (1.0).
CARTER PG	01/18/07	6.20	PREPARE FOR NEGOTIATIONS, REVIEW VARIOUS MATERIALS, UPDATE TELECONFERENCES WITH CLIENT; TELECONFERENCES WITH BENEFITS AND BR TEAMS; REVISE MSPA AND DISTRIBUTE TO CLIENT (6.2).
CARTER PG	01/19/07	9.70	ON SITE NEGOTIATION SESSIONS (9.7).
CARTER PG	01/20/07	11.00	REVISE MSPA, DISTRIBUTE, TELECONFERENCES TO REVIEW, DISCUSS WITH CLIENT; REVISE AND DISTRIBUTE (11.0).
CARTER PG	01/21/07	3.70	UPDATE TELECONFERENCE WITH BIDDER AND DISCUSSIONS WITH CLIENT (3.7).
CARTER PG	01/22/07	0.90	REVIEW ADDITIONAL COMMENTS TO MSPA (0.9).
CARTER PG	01/23/07	2.20	CONTINUE WORK ON NEW MSPA, DISCUSSIONS OF VARIOUS ISSUES WITH CLIENT (2.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

CARTER PG	01/24/07	8.20	ALL DAY NEGOTIATIONS (8.2).
CARTER PG	01/25/07	4.20	CONTINUE NEGOTIATIONS, REVISE DOCUMENT AND DISTRIBUTE (4.2).
CARTER PG	01/26/07	6.30	REVISE MSPA BASED ON NEGOTIATIONS, DISTRIBUTE (6.3).
CARTER PG	01/27/07	6.20	TELECONFERENCE WITH CLIENT TO DISCUSS REVISIONS, REVISE MSPA AND DISTRIBUTE; SUBSEQUENT TELECONFERENCES, REVISIONS AND SUPPLEMENTAL DISTRIBUTION (6.2).
CARTER PG	01/29/07	1.20	UPDATE TELECONFERENCES AND FINALIZING NEGOTIATIONS, DISCUSSIONS WITH CLIENT AND REVIEW OF PRESS RELEASES ETC (1.2).
CARTER PG	01/31/07	0.70	REVIEW LOCAL TRANSFER AGREEMENTS AND REVISE PURSUANT TO MSPA (0.7).
		104.30	
FERN BM	01/04/07	7.30	CONTINUED DRAFT OF PROJECT RHODES SALE MOTION (4.4); COMPLETE DRAFT OF SAME (2.7); REVIEW EMAILS REGARDING PROJECT RHODES TRANSFER AGREEMENTS (0.2).
FERN BM	01/05/07	6.30	REVIEW QUESTIONS REGARDING PROJECT RHODES MASTER SALE AGREEMENT PROVISIONS (0.8); REVIEW MATERIAL IN RESPONSE TO SAME (0.7); PREPARE FOR (0.8) AND PARTICIPATED IN (0.6) TELECONFERENCE WITH POTENTIAL BIDDERS REGARDING PROJECT RHODES SALE AGREEMENT; BEGIN DRAFTING PROJECT RHODES SALE ORDER (1.3); BEGIN DRAFTING PROJECT RHODES BIDDING PROCEDURES ORDER (1.2); DRAFT FROM CONFIDENTIALITY AGREEMENT REGARDING PROJECT RHODES (0.4); DRAFT FORM NOTICE OF SALE REGARDING PROJECT RHODES (0.5).
FERN BM	01/08/07	7.60	REVIEW AND REVISE PROJECT RHODES SALE MOTION (3.8); REVIEW AND REVISE RHODES SALE ORDER (1.3); REVIEW AND REVISE RHODES BIDDING PROCEDURES ORDER (1.1); ADDITIONAL REVISIONS TO RHODES SALE ORDER (1.4).
FERN BM	01/09/07	9.30	REVIEW AND REVISE PROJECT RHODES SALE PLEADINGS (1.5); BEGIN TO DRAFT OF RHODES COMPARISON CHART BASED ON FIRST BID (3.1); REVIEW PRECEDENT REGARDING PUBLICATION NOTICE (0.4); CONTINUE TO DRAFT OF RHODES COMPARISON CHART BASED ON SECOND BID (3.2); REVIEW BID LETTERS AND RELATED MATERIALS REGARDING PROJECT RHODES (0.7); ADDITIONAL REVIEW OF RHODES COMPARISON CHART (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FERN BM	01/10/07	7.40	REVIEW AND COMMENT ON ABBREVIATED RHODES COMPARISON CHART (0.6); ADDITIONAL REVIEW OF FINAL COMPARISON CHARTS (0.5); DRAFT SUMMARY BETWEEN KEY TERMS OF RHODES AND FRAMEWORK AGREEMENT (1.2); TELECONFERENCE WITH T. DONO REGARDING PROJECT RHODES BIDS (0.9); ADDITIONAL COMMENTS TO RHODES COMPARISON CHARTS (0.8); DRAFT SUMMARY REGARDING BANKRUPTCY ANALYSIS OF RHODES PROPOSAL (3.4).
FERN BM	01/11/07	3.30	PREPARE FOR RHODES TELECONFERENCE REGARDING MSPA WITH POTENTIAL BIDDERS AND COUNSEL (0.7); PARTICIPATE IN TELECONFERENCE REGARDING SAME (0.5); ANALYZE SECOND BID IN PREPARATION FOR STRATEGY CALL (2.1).
FERN BM	01/12/07	2.70	ADDITIONAL ATTENTION TO RHODES BID ANALYSIS IN PREPARATION FOR STRATEGY CALL (1.6); DRAFT PUBLICATION NOTICE OF RHODES HEARING (1.1).
FERN BM	01/13/07	1.10	PREPARE FOR (0.5) AND PARTICIPATED IN (0.6) TELECONFERENCE WITH BIDDERS' PROFESSIONALS REGARDING RHODES AGREEMENT.
FERN BM	01/14/07	3.40	REVISE DOCUMENTS REGARDING REVISED RHODES BIDS (0.7); REVISE COMPARISON CHART BASED ON ANALYSIS OF REVISED RHODES BIDS (2.7).
FERN BM	01/15/07	5.50	REVIEW LATEST PROPOSED RHODES MSPAS FOR KEY BANKRUPTCY ISSUES (1.8); IDENTIFIED KEY ISSUES TO BE FURTHER DISCUSSED REGARDING SAME (0.7); ADDITIONAL ANALYSIS OF RHODES MATERIALS (0.6); TELECONFERENCE WITH T. DONO REGARDING RHODES NEGOTIATION STRATEGY (1.5); REVIEW REVISED BIDS REGARDING RHODES (0.6); REVIEW AND COMMENT ON RHODES BID LETTER (0.3).
FERN BM	01/17/07	7.80	RESEARCH REGARDING EXPEDITED ASSET SALES (2.9); REVIEW DOCUMENTS REGARDING EXPEDITED ASSET SALES (3.3); DRAFT EXECUTIVE SUMMARY REGARDING EXPEDITED ASSET SALES (1.2); ATTENTION TO ISSUES REGARDING SERVICE OF SALE MOTIONS (0.4).
FERN BM	01/18/07	9.10	REVIEW RHODES-RELATED PLEADINGS (0.9); ATTENTION TO ISSUES REGARDING TIMELINE OF CERTAIN ASSET SALES (0.5); REVIEW RHODES MSPA FOR REAL ESTATE IMPLICATIONS (0.4); REVIEW AND DRAFT PROPOSED TERMS TO RHODES MSPA (2.3); TELECONFERENCE WITH BIDDER'S COUNSEL REGARDING SAME (0.6); REVIEW AND REVISE BIDDING PROCEDURES ORDER (1.7); REVIEW AND REVISE SALE ORDER (1.0); ADDITIONAL REVISIONS TO DRAFT ORDERS REGARDING RHODES (1.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FERN BM	01/19/07	4.00	UPDATE PROJECT RHODES WORKING GROUP LIST (0.8); REVIEW AND REVISE RHODES SALE ORDER (1.4); REVIEW AND REVISE RHODES BIDDING PROCEDURES ORDER (0.8); EMAIL TO R. ITKIN AND S. CHO REGARDING DRAFT RHODES ORDERS (0.3); REVIEW AND REVISE EXECUTIVE SUMMARY REGARDING TIMING OF RHODES SALE (0.5); ADDITIONAL REVISIONS TO RHODES WORKING GROUP LIST (0.2).
FERN BM	01/20/07	3.40	FORMULATE STRATEGY REGARDING REVISED RHODES AGREEMENT (1.2); REVIEW AND COMMENT ON REVISED MSPA (1.4); PREPARE FOR TELECONFERENCE WITH POTENTIAL STALKING HORSE (0.8).
FERN BM	01/21/07	4.80	PREPARE FOR (1.1) AND PARTICIPATE IN (3.1) TELECONFERENCE WITH T. DONO, S. DANIELS AND REPRESENTATIVE FROM POTENTIAL STALKING HORSE REGARDING RHODES; POST-CALL WRAP-UP WITH T. DONO AND S. DANIELS (0.3); ANALYSIS OF OPEN BANKRUPTCY ISSUES REGARDING RHODES MSPA (0.3).
FERN BM	01/22/07	6.10	FORMULATE STRATEGY REGARDING DELPHI'S EXCLUSIVITY WITH POTENTIAL STALKING HORSE (0.5); REVIEW AND REVISE VARIOUS EXHIBITS TO BIDDING PROCEDURES ORDER (2.4); FORMULATE STRATEGY REGARDING PROJECT RHODES (1.1); RESEARCH REGARDING EXCLUSIVITY PROVISIONS (2.1).
FERN BM	01/23/07	5.60	REVIEW AND COMMENT ON PROPOSED LANGUAGE IN RHODES AGREEMENT (0.5); SUMMARIZE RESEARCH REGARDING EXCLUSIVITY (0.4); REVIEW CHART OF OPEN ISSUES REGARDING RHODES SALE AGREEMENT (0.3); DRAFT ANALYSIS REGARDING VARIOUS COMPONENTS OF EXECUTIVE COMPENSATION AND TREATMENT UNDER RHODES AGREEMENT (0.8); REVIEW AND REVISE DRAFTS OF RHODES PLEADINGS (2.2); FORMULATE STRATEGY REGARDING RHODES NEGOTIATIONS (0.5); ADDRESS BANKRUPTCY-RELATED CONCEPTS IN RHODES AGREEMENT (0.9).
FERN BM	01/24/07	5.70	ANALYSIS OF BANKRUPTCY ISSUES REGARDING TREATMENT OF ENCUMBRANCES (0.7); REVIEW AND COMMENT ON PROPOSED LANGUAGE REGARDING SAME (0.2); REVISE RHODES SALE ORDER (0.4); REVIEW AND REVISE LATEST RHODES MSPA (3.5); ATTENTION TO ISSUES REGARDING RHODES AGREEMENT'S INDEMNIFICATION PROVISIONS (0.9).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FERN BM	01/25/07	5.70	REVIEW AND COMMENT ON BIDDER'S REVISED RHODES AGREEMENT (1.8); ADDITIONAL REVIEW TO BIDDER'S REVISED MSPA (2.1); FORMULATE STRATEGY REGARDING BANKRUPTCY TERMS TO REVISED MSPA (0.7); EMAILS TO/FROM K. KUBY REGARDING TIMING OF RHODES SALE (0.3); EMAIL TO S. CHO REGARDING RHODES ORDERS (0.2); ADDITIONAL ATTENTION TO ISSUES REGARDING PROPOSED TERMS TO RHODES MSPA (0.6).
FERN BM	01/26/07	3.90	REVIEW SUMMARY OF ISSUES REGARDING INDEMNIFICATION OF RETAINED LIABILITIES (0.3); REVIEW LATEST DRAFT OF RHODES AGREEMENT (2.7); REVIEW DELPHI'S REVISIONS TO RHODES AGREEMENT (0.5); FORMULATE STRATEGY REGARDING RHODES PLEADINGS (0.4).
FERN BM	01/28/07	0.70	REVIEW DOCUMENTS REGARDING STATUS OF RHODES NEGOTIATIONS (0.7).
FERN BM	01/29/07	7.70	REVISE RHODES SALE ORDER (1.7); REVISE RHODES BIDDING PROCEDURES ORDER (0.8); REVISE VARIOUS RHODES RELATED NOTICES (1.2); REVIEW AND REVISE RHODES SALE MOTION (2.7); REVIEW DOCUMENTS REGARDING FLINT ASSET SALE (0.8); EMAILS TO/FROM M. FUKUDA REGARDING DTI ASSET SALE (0.5).
FERN BM	01/30/07	8.00	ANALYZE ISSUES REGARDING FLINT ASSET SALE (0.3); CONTINUE TO DRAFT RHODES SALE MOTION (4.6); ADDITIONAL DRAFTING OF RHODES SALE MOTION (2.2); REVIEW DOCUMENTS REGARDING FLINT ASSET SALE (0.4); EMAILS TO/FROM M. FUKUDA REGARDING SAME (0.5).
FERN BM	01/31/07	6.30	REVIEW ADDITIONAL MATERIALS REGARDING FLINT ASSET SALE (0.3); REVIEW DELPHI STEERING PRESS RELEASE (0.2); CONTINUE TO REVISE RHODES SALE MOTION (3.3); EMAIL TO S. DANIELS AND T. DONO REGARDING RHODES SALE MOTION (0.2); REVISE VARIOUS NOTICES REGARDING RHODES (0.9); ADDITIONAL ATTENTION TO FLINT ASSET SALE (0.3); ADDITIONAL EMAILS TO/FROM S. DANIELS REGARDING RHODES SALE MOTION (0.3); EMAIL FROM M. FUKUDA REGARDING FLINT ASSET SALE (0.2); DRAFT PRESENTATION SLIDES REGARDING RHODES DIVESTITURE (0.6).

132.70

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FITZGERALD JE	01/07/07	5.30	REVIEW MASTER SALE AND PURCHASE AGREEMENT, RELATED EMAILS, COMPARISON CHARTS AND PREVIOUS MARKUPS (5.3).
FITZGERALD JE	01/09/07	14.20	REVIEWING BID LETTERS AND MARK-UPS OF PURCHASE AGREEMENTS AND INCORPORATING INFORMATION INTO COMPARISON CHART; EMAILING BRIEF OUTLINE OF KEY DIFFERENCES BASED ON BID LETTER (14.2).
FITZGERALD JE	01/10/07	10.30	REVIEW PLATINUM EQUITY MARK-UP OF PURCHASE AGREEMENT AND INCORPORATING INFORMATION INTO COMPARISON CHART; RESPONDING TO M. GIBSON'S COMMENTS AND REVISING COMPARISON CHART (10.3).
		29.80	
GRANT K	01/25/07	0.70	REVIEW EMAILS AND NOTICE WITH RESPECT TO LAUREL, MS ASSET SALE (0.6); TELECONFERENCE WITH A. VANDERBERGH REGARDING SAME (0.1).
GRANT K	01/30/07	0.30	REVIEW DE MINIMUS ASSET SALE PROCEDURES REGARDING LAUREL, MS SALE (0.3).
		1.00	
HOWE EJ	01/14/07	5.10	RESEARCH REGARDING 363 ASSET SALES (5.1).
HOWE EJ	01/15/07	6.60	RESEARCH REGARDING 363 ASSET SALES (6.6).
		11.70	
LEDERER J.*	01/17/07	3.70	REVIEW ASSET SALES MEMO (0.9); READ COLLIERIES ON 363 ASSET SALES IN CONJUNCTION WITH REQUEST REGARDING NOTICE (1.0); RESEARCH IN THE FEDERAL DIGEST 4TH REGARDING NOTICE PERIODS FOR 363 SALES (1.0); WESTLAW RESEARCH FOR CASES INTERPRETING 363 AUTHORITY (0.8).
LEDERER J.*	01/29/07	2.20	REVIEW BRAKE HOSE SALE DOCUMENTS AND RELATED PRESS RELEASE (2.2).
		5.90	
MEISLER RE	01/05/07	2.10	REVIEW DOCUMENTS REGARDING PROJECT RHODES (2.1).
MEISLER RE	01/15/07	0.70	ATTENTION TO PROJECT POLO (0.7).
MEISLER RE	01/17/07	0.30	DRAFT CORRESPONDENCE REGARDING NOTICE PARTIES TO PROJECT POLO (0.3).
MEISLER RE	01/18/07	0.60	TELECONFERENCE WITH S. DANIELLS AND M. FUKUDA REGARDING PROJECT POLO (0.3); DRAFT INTERNAL CORRESPONDENCE REGARDING SAME (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	01/19/07	0.50	ATTENTION TO SALE OF ASSETS AT LAUREL, MS SITE (0.3); REVIEW AND RESPOND TO CORRESPONDENCE REGARDING PROJECT POLO (0.2).
MEISLER RE	01/22/07	0.80	ATTENTION TO PROJECT RHODES (0.4); ATTENTION TO PROJECT POLO (0.3); DRAFT CORRESPONDENCE REGARDING SAME (0.1).
MEISLER RE	01/29/07	0.30	REVIEW SALE OF ASSETS REGARDING SPARK PLUGS (0.3).
MEISLER RE	01/30/07	0.20	ATTENTION TO SALE OF ASSETS REGARDING LAUREL, MS (0.1); ATTENTION TO SAME (0.1).
		5.50	
PLATT SJ	01/03/07	0.40	REVISE TIMELINE FOR SALE OF PORTION OF BUSINESS (0.4).
PLATT SJ	01/26/07	1.30	REVISE BRAKE HOSE SALE DOCUMENTS (1.3).
		1.70	
REESE RG	01/09/07	1.10	MEETING REGARDING CURE ANALYSIS (1.1).
REESE RG	01/18/07	0.90	ATTEND MEETING REGARDING CURE AMOUNTS REGARDING PROJECT POLO (0.9).
		2.00	
VUJIC I	01/09/07	9.50	REVIEW CERBERUS MARK UP OF THE AGREEMENT AND PREPARED A COMPREHENSIVE CHART REGARDING ISSUES RAISED BY THE MARK-UP (9.5).
VUJIC I	01/10/07	10.30	REVIEW OF CERBERUS AGREEMENT MARK-UP; DRAFT COMPREHENSIVE COMPARISON CHART AND CHART DETAILING THE MORE SIGNIFICANT ISSUES RAISED BY THE MARK-UP (10.3).
		19.80	
WHARTON JN	01/02/07	2.90	CONTINUE TO REVISE BRAKE HOSE SALE MOTION (2.7); TELECONFERENCE WITH A. VANDENBERGH OF DELPHI REGARDING PROPOSED LAUREL, MS ASSET SALE (0.2).
WHARTON JN	01/03/07	7.90	CONTINUE CONNECTIONS AND DISCLOSURE RESEARCH (0.9) AND REVISE DRAFT DISCLOSURE DECLARATION (1.3); CONTINUE TO REVISE BRAKE HOSE SALE MOTION (5.2); WORK ON NOTICE OF LAUREL, MS ASSET SALE (0.5).
WHARTON JN	01/15/07	1.20	CONTINUE TO DRAFT MOTION REGARDING SALE OF BRAKE HOSE BUSINESS (0.7) AND ORDERS REGARDING SAME (0.5).
WHARTON JN	01/16/07	1.90	CONTINUE TO DRAFT BRAKE HOSE SALE MOTION (1.3) AND ORDERS (0.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

WHARTON JN	01/17/07	3.90	CONTINUE TO DRAFT BRAKE HOSE MOTION AND ORDER (3.2) AND ANALYZE QUESTIONS REGARDING SERVICE OF BRAKE HOSE MOTION (0.7).
WHARTON JN	01/18/07	3.30	CONTINUE TO DRAFT BRAKE HOSE MOTION (0.8), ORDERS (0.5) AND NOTICES REGARDING BIDDING PROCESS (0.7); TELECONFERENCE WITH S. DANIELS AND G. PRUCEY OF DELPHI (0.3) AND J. LYONS AND R. PRETEKIN AND G. EWERS, COUNSEL TO HARCO (0.5); FORMULATE STRATEGY REGARDING SALE PROCESS (0.5).
WHARTON JN	01/19/07	4.10	CONTINUE TO DRAFT BRAKE HOSE MOTION (2.2) AND NOTICES REGARDING BIDDING PROCESS (0.6); TELECONFERENCE WITH S. DANIELS AND G. PRUCEY OF DELPHI (0.3) AND R. PRETEKIN AND G. EWERS, COUNSEL TO HARCO (0.5); FORMULATE STRATEGY REGARDING SALE PROCESS (0.5).
WHARTON JN	01/22/07	3.30	CONTINUE TO REVISE BRAKE HOSE SALE PLEADINGS (2.9); TELECONFERENCE WITH M. FUKUDA AND G. PRUCEY OF DELPHI REGARDING BRAKE HOSE SALE (0.4).
WHARTON JN	01/23/07	3.50	TELECONFERENCE WITH M. FUKUDA REGARDING BRAKE HOSE SALE (0.3); CONTINUE TO REVISE BRAKE HOSE SALE PLEADINGS (3.2).
WHARTON JN	01/24/07	6.00	CONTINUE TO REVISE BRAKE HOSE MOTION AND RELATED PLEADINGS (5.7); TELECONFERENCE WITH M. FUKUDA AND G. PRUCEY OF DELPHI REGARDING BRAKE HOSE SALE (0.3).
WHARTON JN	01/25/07	9.20	CONTINUE TO REVISE BRAKE HOSE MOTION AND ANCILLARY PLEADINGS (9.2).
WHARTON JN	01/26/07	6.00	FINISH REVISING AND FINALIZE FOR FILING BRAKE HOSE SALE MOTION AND ANCILLARY PLEADINGS (5.4); TELECONFERENCES WITH M. FUKUDA (0.4) AND S. CORCORAN (0.2) REGARDING SAME.
WHARTON JN	01/30/07	0.30	RESPOND TO REQUESTS FOR DISCLOSURE SCHEDULES REGARDING BRAKE HOSE SALE (0.3).
WHARTON JN	01/31/07	0.40	PREPARE PRESENTATION MATERIALS FOR CREDITORS' COMMITTEE REGARDING BRAKE HOSE SALE (0.4).

53.90

Total Associate/Law Clerk 368.30

DEMMA J	01/26/07	4.40	PREPARE/FILE DOCUMENTS REGARDING BRAKE HOSE SALE MOTION (3.8); PREPARE DOCUMENTS FOR DISTRIBUTION (0.6).
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4.40

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ROSEN R	01/17/07	0.40	REVIEW SPECIAL PARTIES SERVICE LIST REQUIREMENTS WITH TEAM ATTORNEYS REGARDING POTENTIAL SALE MOTIONS' FILINGS (0.3); REVIEW STATUS OF SAME WITH E. GERSHBEIN, KCC (0.1).
ROSEN R	01/22/07	0.90	INVESTIGATION, RESEARCH, COMPILE AND FORWARD CONSECO ASSET SALE MOTION, EXHIBITS TO REQUESTING TEAM ATTORNEY (0.9).
ROSEN R	01/24/07	0.80	FORWARD, REVIEW BRAKE HOSE SPECIAL PARTIES SERVICE INFORMATION, SERVICE PREPARATIONS REGARDING SAME WITH E. GERSHBEIN, KCC (0.8).
ROSEN R	01/26/07	0.80	REVIEW SPECIAL PARTIES SERVICE LIST, SERVICE PREPARATIONS REGARDING BRAKE HOSE SALE MOTION WITH E. GERSHBEIN, KCC (0.7); REVIEW SERVICE MATTERS WITH TEAM ATTORNEY REGARDING SAME (0.1).
ROSEN R	01/29/07	0.80	COMPILE, CIRCULATE BRAKE HOSE SALE DOCUMENTS TO TEAM ATTORNEYS (0.2); REVIEW DOCUMENTS AND UPDATE TASK LIST, 2/15 HEARING MOTIONS/OBJECTIONS SUMMARY CHART REGARDING BIDDING PROCEDURES, SALE HEARING AND RELATED RESPONSE AND OBJECTION DEADLINES (0.6).
		3.70	
Total Legal Assistant		8.10	
TOTAL TIME		<u>464.70</u>	

* Law clerks are law school graduates who are not presently admitted to practice.

Delphi Corporation (DIP)
Asset Dispositions (General)

Bill Date: 02/28/07
Bill Number: 1148705

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	01/11/07	Carter PG	1,063.99
Air/Rail Travel - vendor feed	01/18/07	Carter PG	1,274.01
TOTAL AIR/RAIL TRAVEL - VENDOR FEED			\$2,338.00
In-house Reproduction	01/05/07	Copy Center, D	8.00
In-house Reproduction	01/12/07	Copy Center, D	0.40
In-house Reproduction	01/12/07	Copy Center, D	110.60
In-house Reproduction	01/19/07	Copy Center, D	49.60
In-house Reproduction	01/23/07	Copy Center, D	0.10
In-house Reproduction	01/26/07	Copy Center, D	1.80
In-house Reproduction	01/26/07	Copy Center, D	11.10
In-house Reproduction	01/30/07	Copy Center, D	123.40
TOTAL IN-HOUSE REPRODUCTION			\$305.00
Telephone Expense-ECRS only	01/26/07	Telecommunications, D	7.25
Telephone Expense-ECRS only	01/26/07	Telecommunications, D	6.25
Telephone Expense-ECRS only	01/26/07	Telecommunications, D	1.62
Telephone Expense-ECRS only	01/26/07	Telecommunications, D	0.64
Telephone Expense-ECRS only	01/26/07	Telecommunications, D	5.24
TOTAL TELEPHONE EXPENSE-ECRS ONLY			\$21.00
Lexis/Nexis	01/17/07	Fern BM	132.63
Lexis/Nexis	01/24/07	Fern BM	93.37
TOTAL LEXIS/NEXIS			\$226.00
Westlaw	01/16/07	Wharton JN	13.83
Westlaw	01/24/07	Fern BM	44.17
TOTAL WESTLAW			\$58.00

Disbursement	Date	Vendor/Employee/Dept.	Amount
Vendor Hosted Teleconferencing	01/02/07	Teleconferencing Services, LLC	14.43
Vendor Hosted Teleconferencing	01/06/07	Teleconferencing Services, LLC	13.35
Vendor Hosted Teleconferencing	01/06/07	Teleconferencing Services, LLC	6.35
Vendor Hosted Teleconferencing	01/07/07	Teleconferencing Services, LLC	14.13
Vendor Hosted Teleconferencing	01/08/07	Teleconferencing Services, LLC	5.09
Vendor Hosted Teleconferencing	01/15/07	Teleconferencing Services, LLC	17.07
Vendor Hosted Teleconferencing	01/19/07	Teleconferencing Services, LLC	4.73
Vendor Hosted Teleconferencing	01/21/07	Teleconferencing Services, LLC	4.67
Vendor Hosted Teleconferencing	01/21/07	Teleconferencing Services, LLC	0.18
		TOTAL VENDOR HOSTED TELECONFERENCING	\$80.00
Out-of-Town Travel	01/11/07	Carter PG	109.37
Out-of-Town Travel	01/11/07	Carter PG	28.01
Out-of-Town Travel	01/19/07	Carter PG	27.01
Out-of-Town Travel	01/19/07	Carter PG	213.61
		TOTAL OUT-OF-TOWN TRAVEL	\$378.00
Messengers/ Courier	01/14/07	Arrow Messenger Svc	69.13
Messengers/ Courier	01/14/07	Dist Serv/Mail/Page, D	23.23
Messengers/ Courier	01/19/07	Straightline Courier	52.90
Messengers/ Courier	01/29/07	Dist Serv/Mail/Page, D	45.74
		TOTAL MESSENGERS/ COURIER	\$191.00
Out-of-Town Meals	01/11/07	Carter PG	17.07
Out-of-Town Meals	01/18/07	Carter PG	11.30
Out-of-Town Meals	01/18/07	Carter PG	8.70
Out-of-Town Meals	01/19/07	Carter PG	36.93
		TOTAL OUT-OF-TOWN MEALS	\$74.00

Outside Re- search/Internet Services	01/08/07	Pacer Service Center	3.49
Outside Re- search/Internet Services	01/08/07	Pacer Service Center	9.51
TOTAL OUTSIDE RESEARCH/INTERNET SERVICES			\$13.00
Air Phone Charges	01/15/07	Carter PG	44.00
TOTAL AIR PHONE CHARGES			\$44.00
Wireless - Mo- bile/Cellular/Pager	01/15/07	Meisler RE	0.12
Wireless - Mo- bile/Cellular/Pager	01/17/07	Noel GA	2.88
TOTAL WIRELESS - MOBILE/CELLULAR/PAGER			\$3.00
TOTAL MATTER			\$3,731.00